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UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA, WESTERN DIVISION

MICHAEL J. ANGLELY, *et al.*,

Plaintiff,

v.

UTI WORLDWIDE INC., *et al.*,

Defendants.

Case No. 2:14-CV-2066-CBM (Ex)

**[PROPOSED] ORDER
GRANTING DEFENDANTS'
MOTION TO DISMISS THE
SECOND AMENDED CLASS
ACTION COMPLAINT**

Judge: Hon. Consuelo B. Marshall

Date: August 25, 2015

Time: 10:00 am

Courtroom: 2

1 This matter came before the Court on August 25, 2015, for hearing on
 2 Defendants' Motion to Dismiss. Having considered the briefs and
 3 documents submitted in support of and in opposition to the Motion and the
 4 arguments presented by the parties at the hearing, the Court hereby
 5 GRANTS Defendants' Motion to Dismiss Plaintiff's Second Amended Class
 6 Action Complaint with prejudice and without leave to amend, for the
 7 following reasons:

8 Plaintiff alleges that he is a stockholder of Defendant UTi Worldwide
 9 Inc. ("UTi") and claims that UTi and four of its employees violated
 10 Section 10(b) of the Securities Exchange Act (the "Exchange Act"),
 11 15 U.S.C. § 78j(b); Rule 10b-5 promulgated thereunder by the Securities and
 12 Exchange Commission, 17 C.F.R. § 240.10b-5; and Section 20(a) of the
 13 Exchange Act, 15 U.S.C. § 78t(a). All Defendants move to dismiss pursuant
 14 to Federal Rules of Civil Procedure 9(b) and 12(b)(6) and the Private
 15 Securities Litigation Reform Act, 15 U.S.C. Section 78u *et seq.* "The
 16 elements of a section 10(b) or Rule 10b-5 violation are (1) a
 17 misrepresentation or omission of a material fact, (2) scienter, (3) reliance[,]
 18 (4) a connection with the purchase or sale of a security, (5) economic loss,
 19 and (6) loss causation." *Oklahoma Firefighters Pension & Ret. Sys. v. IXIA*,
 20 50 F. Supp. 3d 1328, 1351 (C.D. Cal. 2014). Plaintiff has failed to plead
 21 three of these elements. Specifically, Plaintiff has failed to allege facts
 22 sufficient to state a claim that any statement made by any Defendant (1) was
 23 false or misleading; (2) was made with scienter; and (3) caused the Plaintiff
 24 any loss.

25 Based on the Court's findings, the Court GRANTS Defendants'
 26 Motion with respect to Plaintiff's Section 10(b) and Rule 10b-5 claim (First
 27

1 Cause of Action).

2 The Court also GRANTS Defendants' Motion with respect to
3 Plaintiff's claim under Section 20(a) of the Act (Second Cause of Action),
4 because Plaintiff fails to plead an underlying securities law violation. *In re*
5 *VeriFone Holdings, Inc. Sec. Litig.*, 704 F.3d 694, 711 (9th Cir. 2012).

6 Because Plaintiff has had ample opportunity to cure the deficiencies in
7 his pleading and because any attempt by Plaintiff to amend would be futile,
8 the Second Amended Class Action Complaint is dismissed with prejudice
9 and without leave to amend.

10 IT IS SO ORDERED.

11
12 DATED:

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15 _____
16 Hon. Consuelo B. Marshall
17 United States District Judge
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Submitted by:

**BIRD, MARELLA, BOXER, WOLPERT, NESSIM,
DROOKS, LINCENBERG & RHOW, P.C.**

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